

**UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK**

**IN RE: SUNEDISON, INC. SECURITIES  
LITIGATION**

**No. 1:16 MD 2742 (PKC) (AJP)**

This Document Applies To:

*Chamblee, et al. v. TerraForm Power, Inc.,  
et al., 1:16-cv-08039-PKC*

**[PROPOSED] ORDER AWARDING PLAINTIFFS' COUNSEL'S ATTORNEYS' FEES,  
REIMBURSEMENT OF EXPENSES, AND AWARD TO LEAD PLAINTIFFS**

WHEREAS, the Court has granted final approval to the Settlement of the above-referenced class action;

WHEREAS, Plaintiffs' Counsel have petitioned the Court for the award of attorneys' fees in compensation for the services provided to Lead Plaintiffs and the Class along with reimbursement of expenses incurred in connection with the prosecution of this action, and an award to Lead Plaintiffs, to be paid out of the Gross Settlement Fund established pursuant to the Settlement;

WHEREAS, capitalized terms used herein having the meanings defined in the Stipulation and Agreement of Settlement, filed with the Court on September 1, 2017 (the "Stipulation") (Dkt. No. 107); and

WHEREAS, the Court has reviewed the fee application and the supporting materials filed therewith, and has heard the presentation made by Plaintiffs' Counsel during the final approval hearing on the 31st day of January, 2018, and due consideration having been had thereon.

NOW, THEREFORE, it is hereby ordered:

1. Plaintiffs' Counsel is awarded 25% of the Gross Settlement Fund, or \$3,687,500, as attorneys' fees in this action, together with a proportionate share of the interest earned on the fund, at the same rate as earned by the balance of the fund, from the date of the establishment of the fund to the date of payment.

2. Plaintiffs' Counsel shall be reimbursed out of the Gross Settlement Fund in the amount of \$84,894.02 for its expenses and costs. The Court finds that the amount of fees awarded is fair and reasonable in light of the time and labor required, the novelty and difficulty of the case, the skill required to prosecute the case, the experience and ability of the attorneys, awards in similar cases, the contingent nature of the representation and the result obtained for the Class.

3. Lead Plaintiffs Clemens Schlettwein and Jerome Spindler shall be awarded \$4,000 in total, or \$2,000 each, for reimbursement for their lost time in connection with their prosecution of this action.

4. Except as otherwise provided herein, the attorneys' fees, reimbursement of expenses, and award to Lead Plaintiffs shall be paid in the manner and procedure provided for in the Stipulation.

Dated: \_\_\_\_\_, 2018

SO ORDERED:

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HON. P. KEVIN CASTEL  
UNITED STATES DISTRICT JUDGE